

**A RESOLUTION AUTHORIZING THE EXECUTION OF A RIGHT OF WAY USE AGREEMENT BETWEEN THE TOWNSHIP OF NORTH BRUNSWICK AND SUNESYS, INC. TO PERMIT THE INSTALLATION, USE AND MAINTENANCE OF FIBER OPTIC CABLING ON TELEPHONE, ELECTRIC OR CABLE CONDUITS AND POLES OWNED BY VERIZON, PSE&G AND/OR OTHER PUBLIC UTILITY COMPANIES IN THE TOWNSHIP'S PUBLIC RIGHTS-OF-WAY FOR PURPOSES OF PROVIDING TELECOMMUNICATIONS SERVICES**

**WHEREAS**, Sunesys, Inc. ("User") is a public utility as defined by N.J.S.A. 48:2-13 and is authorized by the Board of Public Utilities to provide telecommunications service in the State of New Jersey; and

**WHEREAS**, the User has approached the Township of North Brunswick with a proposal to occupy public rights-of-way within the Township of North Brunswick for a term of twenty (20) years from the date of execution of the Right-of-Way Use Agreement, unless such Right-of-Way Use Agreement is terminated by either party in accordance with the provisions therein, with three (3) successive renewal periods of ten (10) years each, for the purpose of installing, operating, repairing, maintaining and replacing fiber optic cables on telephone, electric or cable conduits and poles owned by Verizon, PSE&G and/or other public utility companies in the Township's public rights-of-way for providing a telecommunications system (the "Fiber Optic System"), pursuant to the terms and conditions of a Right-of-Way Use Agreement; and

**WHEREAS**, N.J.S.A. 48:17-10 through 48:17-12 authorizes the Township to grant approval to the User to install, operate and maintain the Fiber Optic System in the thoroughfares and public rights of way within the Township for purposes of providing telecommunications services; and

**WHEREAS**, the granting of such consent is and shall be conditioned upon User's continued compliance with all existing and future ordinances of the Township and User's entering into a written Right of Way Use Agreement with the Township to, inter alia, indemnify and hold the Township harmless as to all claims and liability resulting from any injury or damage and related costs thereto, which may arise from User's activities contemplated in such Right of Way Use Agreement and to provide liability insurance coverage for personal injury and property damage in connection therewith; and

**WHEREAS**, the installation of such Fiber Optic System would provide a public benefit to the citizens of the Township of North Brunswick, County of Middlesex, State of New Jersey; and

**WHEREAS**, the Township Council of the Township of North Brunswick has indicated its willingness to grant a Right of Way Use Agreement to the User for the purpose of constructing, installing, operating, repairing, maintaining and replacing a Fiber Optic System within the municipal rights-of-way within the Township of North Brunswick for a term of twenty (20) years from the date of execution of the Right-of-Way Use Agreement, unless such Right-of-Way Use Agreement is terminated by either party in accordance with the provisions therein, with three (3) successive renewal periods of ten (10) years each.

**NOW, THEREFORE, BE IT RESOLVED**, by the Township Council of the Township of North Brunswick, County of Middlesex and State of New Jersey, that the Mayor and Township Clerk are hereby authorized to execute a Right of Way Use Agreement with Sunesys, Inc. in a form substantially similar to the Agreement attached hereto and made a part hereof, for the for the purpose of installing, operating, repairing, maintaining and replacing fiber optic cables on telephone, electric or cable conduits and poles owned by Verizon, PSE&G and/or other public utility companies in the Township's public rights-of-way for providing a telecommunications system (the "Fiber Optic System"), pursuant to the terms and conditions of the attached Right of Way Use Agreement for a term of twenty (20) years from the date of execution of the Right-of-Way Use Agreement, unless such Right-of-Way Use Agreement is terminated by either party in accordance with the provisions therein, with three (3) successive renewal periods of ten (10) years each.